

23 October 2025

IMI plc
("IMI" or the "Company")

At the Company's Annual General Meeting ("AGM") held on 8 May 2025, all proposed resolutions were duly passed by shareholders. However, Special Resolution B, relating to the authority to allot securities for cash for specific financing purposes, received 78.25% support, falling below the 80% threshold outlined in the UK Corporate Governance Code (the Code) for enhanced shareholder engagement.

In line with the Code, the Company contacted shareholders who were understood to have voted against the resolution to seek their views and better understand any concerns. Feedback received indicated that the lower level of support was primarily driven by institutional voting policies and concerns around potential dilution, particularly in the absence of a defined transaction for which the authority would be exercised.

The resolution was consistent with the Pre-Emption Group's 2022 Statement of Principles regarding the disapplication of pre-emption rights. The Board considered the flexibility afforded by the resolution to be in the best interests of the Company and its shareholders. Nonetheless, the Board remains committed to ongoing dialogue with shareholders and will continue to review its approach in this area. A further update will be provided in the Company's 2025 Annual Report. The Board is grateful to shareholders for their engagement and constructive feedback.

Enquiries to:

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